IndusInd Bank

# IndusInd Bank Limited

(CIN L65191PN1994PLC076333)
**Registered Office:** 2401, Gen. Thimmayya Road, Pune 411 001, India
**Secretarial & Investor Services Office:** 731, Solitaire Corporate Park, 167, Guru Hargovindji Marg, Andheri (East), Mumbai - 400 093.
**Tel.:** (022) 6641 2483 / 87; **Fax:** (022) 6641 2347

## POSTAL BALLOT FORM

***[Please read the instructions printed overleaf carefully and return the Form on or before Saturday, June 6, 2015]***

Serial No. _____

**1.** Name(s) and Registered Address of the sole / first-named shareholder **:**

**2.** Name(s) of Joint-Holder(s), if any **:**

**3.** Registered Folio No. / DP ID No. / Client ID No.* (*Applicable to investors holding shares in dematerialised form) **:**

**4.** No. of Shares held **:**

I / We hereby exercise my / our vote in respect of the Special Resolutions to be passed through Postal Ballot as specified in the Notice dated April 30, 2015, by conveying my / our assent / dissent to the said Resolutions by placing tick (✓) mark in the appropriate box below:

| Item of Notice No. | Description | No. of Shares | OPTION (Please put "✓" in the appropriate box below) | |
|---|---|---|---|---|
| | | | I / We assent (agree) to the Resolution (Vote in favour) | I / We dissent (disagree) to the Resolution (Vote against) |
| 1. | Increase in the Authorized Share Capital and alteration of the Capital Clause of the Memorandum of Association of the Bank | | | |
| 2. | Alteration of Article 4 of the Articles of Association of the Bank | | | |
| 3. | Augmentation of Share Capital | | | |

Place:
Date:

_____
Signature of the Member

Email ID: …… Contact No: ……..

| EVEN (E-Voting Event Number) | USER ID | PASSWORD / PIN |
|---|---|---|
| | | |

**NOTE: Please return your Postal Ballot Form in the Postage-prepaid self-addressed envelope enclosed herewith.**

**INSTRUCTIONS**

**1. GENERAL INFORMATION**

a) There will be one Ballot Form / e-voting for every Client ID No. / Folio No., irrespective of the number of joint-holders.
b) Members can opt for only one mode of voting, i.e., either by Ballot or through e-voting. In case you are opting for voting by Ballot, then please do not cast your vote by e-voting and vice-versa. In case Members cast their votes both by Ballot and e-voting, the votes cast through Ballot shall prevail and the votes cast through e-voting shall be considered invalid.
c) Voting rights in the Ballot / e-voting cannot be exercised by a Proxy. However, Corporate and Institutional shareholders shall be entitled to vote through their Authorised Representatives with proof of their authorisation, as stated below.

**2. PROCESS FOR MEMBERS OPTING FOR VOTING BY BALLOT**

(a) Members desiring to cast their vote by Postal Ballot should complete and sign this Postal Ballot Form and send it to the Scrutinizer, Mr. S.N. Bhandari, Link Intime India Pvt. Ltd., C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai – 400 078 in the enclosed Postage-prepaid self-addressed envelope. Ballot Forms deposited in person or sent by post or courier at the expense of the Member will also be accepted. Members residing outside India should stamp the envelopes appropriately.
(b) There shall be one Postal Ballot for every folio, irrespective of the number of joint-holders. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member on the cut-off date, i.e., **Friday, April 24, 2015**.
(c) In case of joint-holding, this Postal Ballot Form should be completed and signed (as per specimen signature registered with the Bank in respect of shares held in physical form or furnished by NSDL / CDSL to the Bank in respect of shares held in dematerialised form) by the first-named shareholder and failing him, by the next-named shareholder.
(d) In case of shares held by Corporate and Institutional shareholders (Companies, Trusts, Societies, etc.), the completed Postal Ballot Form should be accompanied by a Certified True Copy of the appropriate Board Resolution / Authorisation, with the specimen signature(s) of the authorized signatory(ies) duly attested.
(e) Duly completed Postal Ballot Form should reach the Scrutinizer not later than **5.00 p.m. on Saturday, June 6, 2015.** Postal Ballot Forms received after this date shall be considered invalid.
(f) Postal Ballot Forms which are incomplete / unsigned or defective in any manner shall be rejected. The Scrutinizer's decision in this regard shall be final and binding.
(g) A Member seeking duplicate Postal Ballot Forms or desiring any guidance pertaining to the Ballot Process can write to Bank's Registrar & Transfer Agent - Link Intime India Pvt. Ltd., C13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400 078. It may be noted that the duplicate Postal Ballot Forms, should reach the Scrutinizer not later than **5.00 p.m. on Saturday, June 6, 2015**.
(h) Members are requested not to send any other paper [other than the Resolution / Authority as mentioned under point 2 (d) above] along with the Postal Ballot Form in the enclosed Postage-prepaid self-addressed envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelop would not be considered and would be destroyed by the Scrutinizer.

**3. PROCESS FOR MEMBERS OPTING FOR E-VOTING**

**(a) In case of Members receiving the Postal Ballot Form by e-mail:**

(i) Open e-mail and open PDF file, viz., "IBL e-Voting.pdf" with your Client ID or Folio No. as Password. The said PDF file contains your User ID and password for e-voting. Please note that the Password is an initial Password.
(ii) Launch Internet browser by typing the following URL: https://www.evoting.nsdl.com/
(iii) Click on "Shareholder – Login".
(iv) Insert User ID and Password as Initial Password noted in step 3 (a) (i) above. Click "Login".
(v) "Password change" menu appears. Change the Password with new password of your choice, with minimum 8 digits / characters or combination thereof. Note new Password. It is strongly recommended not to share your Password with any other person and take utmost care to keep it confidential.
(vi) Home page of "e-Voting" opens. Click on "e-Voting: Active Voting Cycles".
(vii) Select "EVEN" (E-Voting Event Number) of IndusInd Bank Limited.
(viii) Now you are ready for e-Voting as "Cast Vote" page opens.
(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
(x) Upon confirmation, the message "Vote cast successfully" will be displayed.
(xi) Once you have voted on the Resolution, you will not be allowed to modify your vote.
(xii) Corporate and Institutional shareholders (i.e., Companies, Trusts, Societies, etc., other than individuals, HUFs, NRIs) are required to send a scanned copy (PDF / JPG Format) of the relevant Board Resolution / Authority Letter, etc. together with attested specimen signature of the authorized signatory(ies), to the Scrutinizer through e-mail at indusindscrutinizer@gmail.com or iblevoting@indusind.com with a copy marked to evoting@nsdl.co.in.

**(b) In case of Members receiving Postal Ballot Form by Post:**

(i) Initial Password is provided as below / at the bottom of the Postal Ballot Form.

| EVEN (E-Voting Event Number) | USER ID | PASSWORD / PIN |
|---|---|---|
| | | |

(ii) Please follow all steps from Sl. No. 3 (a) (ii) to (xii) above, to cast your vote.

**(c)** In case of any queries, you may refer to the "Frequently Asked Questions" (FAQs) for Shareholders and e-voting User Manual for Shareholders available at the Downloads section of NSDL's e-voting website: www.evoting.nsdl.com. You can also send your queries / grievances relating to e-voting to Link Intime India Pvt. Ltd. at C13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400 078.
**(d)** If you have already registered with NSDL for e-voting, you can use your existing User ID and Password for casting your vote.
**(e)** You can also update your mobile number and e-mail ID in the User Profile details of the folio which may be used for sending future communication(s).
**(f)** The e-voting period shall commence **at 9.00 a.m. on Friday, May 8, 2015 and shall end at 5.00 pm. On Saturday, June 6, 2015** e-voting shall be disabled by NSDL at 5.00 p.m. on Saturday, June 6, 2015.
**(g)** Members requiring any clarifications on e-voting may contact National Securities Depository Limited on toll-free number **1800 222 990** or by email at evoting@nsdl.co.in**.**